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January 13, 1994

VIA OVERNIGHT COURIER

RECORDATION NO. 9862 FILED 1425

0100094004

Secretary  
Interstate Commerce Commission  
Room 2303  
Washington, DC 20423

JAN 26 1994 -9 40 AM

INTERSTATE COMMERCE COMMISSION

Attention: Mrs. Mildred Lee/DOCUMENTS FOR RECORDATION

Re: Recordation No. 9862

Dear Mr. Strickland:

I am an attorney representing a party to the enclosed document. I have enclosed two originals and two copies of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the United States Code and the regulations adopted thereto.

The document is a Termination and Release, a secondary document, dated as of November 5, 1993. The names and addresses of the parties to the foregoing document are as follows:

Lessor: Mellon Financial Services Corporation #3  
(formerly known as Mellon National Leasing Company)  
One Mellon Bank Center, Suite 4444  
Pittsburgh, Pennsylvania 15258-0001

Lessee: Interpool Limited  
633 3rd Avenue  
New York, New York 10017

The primary document to which the foregoing document is connected is recorded under Recordation No. 9862.

LICENSING BRANCH  
JAN 26 9 32 AM '94  
OFFICE OF THE  
SECRETARY

Interstate Commerce Commission  
January 13, 1994  
Page Two

The units of equipment covered by the foregoing document is all of the equipment identified in the primary document.

A fee of \$16.00 is enclosed. Please return an original and any extra copies not needed by the Commission for recordation and the enclosed copy of this letter, each stamped with your recordation number, to Stacy Powell-Bennett, Seyfarth, Shaw, Fairweather & Geraldson, 55 East Monroe Street, Suite 4200, Chicago, Illinois 60603.

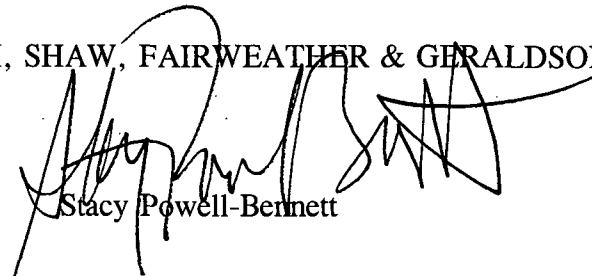
A short summary of the document to appear in the index follows:

Termination and Release dated as of November 5, 1993, by Mellon Financial Services Corporation #3 (formerly known as Mellon National Leasing Company), Pittsburgh, Pennsylvania and Interpool Limited, New York, New York

Yours very truly,

SEYFARTH, SHAW, FAIRWEATHER & GERALDSON

By:

A handwritten signature in black ink, appearing to read 'Stacy Powell-Bennett', is written over the typed name.

Stacy Powell-Bennett

SPB/cjp  
17494

cc: Richard Demarest Yant

Mrs Lee : \$2.00 for balance due of  
filing fee enclosed.  
Thank you. Stacy Paul  
269-8930  
(Sent)

January 24, 1994

VIA OVERNIGHT COURIER

Secretary  
Interstate Commerce Commission  
Room 2303  
Washington, DC 20423

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Interstate Commerce Commission  
January 13, 1994  
Page Two

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SEYFARTH, SHAW, FAIRWEATHER & GERALDSON

By:

Stacy Powell-Bennett

SPB/cjp  
17494

cc: Richard Demarest Yant

**Interstate Commerce Commission**  
**Washington, D.C. 20423**

1/31/94

OFFICE OF THE SECRETARY

Stacy powell Bennett  
Seyfarth, Shaw Fairweather & Gerldson  
55 East Monroe St  
Chicago, IL. 60603

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions  
of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303,  
on 1/26/94 at 9:40am , and assigned  
recordation number(s). 9862-A

Sincerely yours,

Secretary  
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

**Interstate Commerce Commission**  
**Washington, D.C. 20423**

11/21/78

OFFICE OF THE SECRETARY

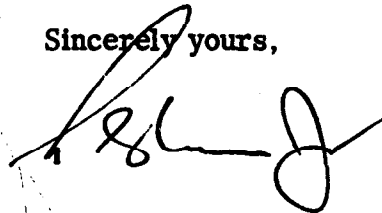
Robert J. Ables, Atty  
Ables & Wallace  
Federal Bar Building West  
1819 H Street, N.W.  
Washington, D.C. 20006

Dear

Sir:

The enclosed document(s) was recorded pursuant to the  
provisions of Section 20(c) of the Interstate Commerce Act,  
49 U.S.C. 20(c), on 11/21/78 at 2:45pm ,  
and assigned recordation number(s) 9862

Sincerely yours,



H.G. Homme, Jr.,  
Secretary

Enclosure(s)

SE-30-T  
(2/78)

TERMINATION AND RELEASE

JAN 26 1994 -9 40 AM

INTERSTATE COMMERCE COMMISSION

THIS TERMINATION AND RELEASE is executed as of November 5, 1993 by Mellon Financial Services Corporation #3, formerly known as Mellon National Leasing Company, a Pennsylvania corporation ("Lessor") and Interpool Limited, a Barbados corporation ("Lessee").

Lessor and Lessee are the parties to an Equipment Lease Agreement, dated as of October 31, 1978, which was filed with the Interstate Commerce Commission on November 21, 1978, under Recordation No. 9862 (the "Lease").

The Lease has expired by its terms, and all of the Units described therein have been conveyed to the Lessee.

Lessor and Lessee hereby acknowledge the termination of the Lease, and Lessor releases to Lessee all of its rights, title and interest in and to the Units described in the Lease, the Lease, and all documents that may be of record relating to the Lease and that may be filed under Recordation No. 9862 and subparts thereto.

IN WITNESS WHEREOF, Lessor and Lessee have executed and delivered this Termination and Release as of the day and year first above written.

MELLON FINANCIAL SERVICES  
CORPORATION #3

By: 

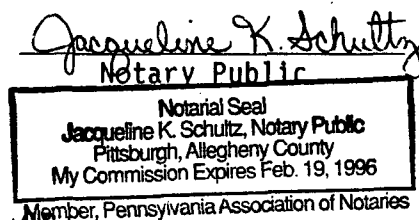
INTERPOOL LIMITED

By: 

STATE OF Pennsylvania )  
COUNTY OF Allegheny ) SS:

On this 3rd day of January, 1994, before me personally appeared Michael F. Maske, to me personally known who, being by me duly sworn, says that he is a Vice President of Mellon Financial Services Corporation #3, a Pennsylvania corporation, and that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

(NOTARIAL SEAL)



My Commission Expires: February 19, 1996

STATE OF NEW YORK )  
COUNTY OF NEW YORK ) SS:

On this 6th day of January, 1994, before me personally appeared Raul J. Witten, to me personally known who, being by me duly sworn, says that he is a President of Interpool Limited, a Barbados corporation, and that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Jane E. Donahue  
Notary Public

(NOTARIAL SEAL)

My Commission Expires: July 8, 1995

JANE E. DONAHUE  
Notary Public, State of New York  
No. 31-4983931  
Qualified in New York County  
Commission Expires July 8, 1995



CERTIFIED COPY

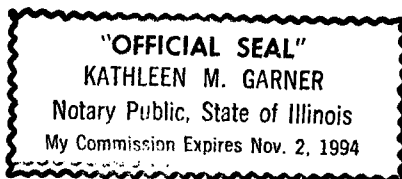
I, Stacy Powell-Bennett, the undersigned affiant, certify and affirm that I have compared the attached copy with the original and have found the copy to be complete and identical in all respects to the original document.



Stacy Powell-Bennett

STATE OF ILLINOIS           )  
  )  
COUNTY OF C O O K        )       SS.

The foregoing instrument was acknowledged before me this 13<sup>th</sup>  
day of January, 1994, by Stacy Powell-Bennett.

  
NOTARY PUBLIC